FORM (I

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Washington, DC

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

100	0 (21
OMB AP	PROVAL
OMB Number:	3235-0076
Expires:	August 31,2008
Estimated averag	e burden
hours per respons	se 16.00

SEC USE ONLY									
Prefix	1	Serial							
	DATE RECEI	VED							
	1								

	this is an amendment and name has changed, and ind	icate change.)									
Sale of Limited Partnership In	terests in Monsoon India Inflection Fund 2, L.P.										
Filing under (Check box(es) that											
Type of Filing:	ng 🖾 Amendment	PROCESSED									
	A. BASIC IDENTIFICATION DATA	110023									
1. Enter the information reque		SEP 0 4 2008									
	is is an amendment and name has changed, and indica										
Monsoon India Inflection Fund		Telephone Number (Including Area Code)									
Address of Executive Offices	(Number and Street, City, State, Zip Code)										
7475 Wisconsin Avenue, Suite		(301) 222-8000									
Address of Principal Business O (if different from Executive Office	Operations (Number and Street, City, State, Zip Code) es)	Telephone Number (Including Area Code)									
Brief Description of Business Investments in Indian Securiti											
	es										
Type of Business Organization											
corporation	☑ limited partnership, already formed	other (please speci									
☐ business trust	☐ limited partnership, to be formed	08055351									
	MONTH YEAR										
Actual or Estimated Date of Inco	orporation or Organization: 0 4 0 5	☑ Actual ☐ Estimated									
Jurisdiction of Incorporation or C	Organization: (Enter two- letter U.S. Postal Service abbr	eviation for State:									
	CN for Canada; FN for other foreign jurisdiction)										

General Instructions

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on the ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

•	Each promoter	of the issuer, if	the issuer has been or	ganized within the past	five years;							
•	 Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general managing partners of partnership issuers; and 											
•	Each executive issuers; and	officer and dire	ctor of corporate issue	rs and of corporate gen	eral managing pa	rtners of partnership						
•	Each general ar	nd managing pa	artnership of partnershi	p issuers.								
Check Box(es	that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☑ General and/or Managing Partner						
Full Name (La Monsoon C	ast name first, if indi apital, LLC	vidual)	,—···									
	Residence Address Insin Avenue, Su		and Street, City, State, Ziesda, MD 20814	p Code)								
Check Box(es	s) that Apply:	Promoter	☐ Beneficial Owner		Director	☐ General and/or Managing Partner						
Full Name (La Prakash, G	ast name first, if indi autam	vidual)				 						
	Residence Address Insin Avenue, Su		and Street, City, State, Ziesda, MD 20814	p Code)								
Check Box(es	s) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if ind	vidual)										
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)								
Check Box(es	s) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if indi	vidual)										
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)								
Check Box(es		☐ Promoter	Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if ind	ividual)										
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)								
Check Box(es		☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if ind	vidual)										
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)	····							
Check Box(es		Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if ind	ividual)				-						
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)								
Check Box(es		☐ Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner						
Full Name (La	ast name first, if ind	vidual)										
Business or F	Residence Address	(Number	and Street, City, State, Zi	p Code)								
	···	(Use blank sh	neet, or copy and use addi	tional copies of this sheet	as necessary.)							

A. BASIC IDENTIFICATION DATA

Enter the information requested for the following:

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							В	INFOR	MATION	ABC	OUT OF	FEF	RING									
1.	Has	the issue	r sold, o	r doe	s the is	ssue	r intend	to sell, to	non-ac	credit	ed inve	stor	s in th	is off	ering	?				Yes	No	
	Answer also in Appendix, Column 2, if filing under ULOE.																					
2.	t. What is the minimum investment that will be accepted from any individual?											: (\$ <u>500,</u> subje Gene Partn discre	ct to ral er's								
3.	Does the offering permit joint ownership of a single unit?													Yes ⊠	No	•						
4.													y ; e									
Ful N/A		ne (Last na	ame firs	t, if in	dividua	al)																
Bus	siness	s or Resid	ence Ac	dres	s (Num	nber	and Str	eet, City,	State, Zi	р Со	de)											
Nai	me of	Associate	ed Broke	er or l	Dealer	,					 = - .											
(Ch [AL] [IL] [MT] [RI]	neck "	Which Po All States [AK] [IN] [NE] [SC] ne (Last na	or chec [AZ] [IA] [NV] [SD]	ck ind	dividua [AR] [[KS] [[NH] [[TN] [Sta] {CT]] {ME]		[DE] [MD]		[DC] [MA] [ND] [WA]		[Mi]		[GA] [MN] [OK] [WI]		[Hi] [MS] [OR] [WY]		tates [ID] [MO] [PA] [PR]	
		s or Resid					and Str	eet, City,	State, Zi	р Со	de)								<u> </u>			
Nai	me of	Associate	ed Broke	er or (Dealer	·																
		Which Po						ends to S	olicit Pu	rchas	ers											
[AL] [IL] [MT] [RI]		All States [AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]		[AR] [[KS] [[NH] [[TN] [tes) CAJ KYJ NJJ TXJ	[CO] [[LA] [[NM] [[UT] [] (ME)		[NC]		[DC] [MA] [ND] [WA]	\sqcup			[GA] [MN] [OK] [WI]		[] (HI) (MS) (OR) [WY]	All S	tates [ID] [MO] [PA] [PR]	
Ful	l Nam	ne (Last na	ame firs	t, if in	dividua	al) 																
Bus	siness	s or Resid	ence Ac	dres	s (Num	nber	and Str	eet, City,	State, Zi	р Со	de)											
Na	me of	Associate	ed Broke	er or l	Dealer														<u>.</u>			
		Which Pe						ends to S	olicit Pu	rchas	ers											
(Ch [AL] [IL] [MT] [RI]		All States [AK] [IN] [NE] [SC] [SC]	[AZ] { [IA] { [NV] {		dividual [AR] [[KS] [[NH] [[TN] [tes) CA]	[CO] [[LA] [[NM] [[UT] [] [ME]] [NY]] [VT]		[DE] [MD] [NC] [VA]		[DC] [MA] [ND] [WA]				[GA] [MN] [OK] [WI]		 HI] MS] OR] WY]		tates [ID] [MO] [PA] [PR]	00000

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	alre che	er the aggregate offering price of securities included in this offering and the total amount ady sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, ck this box and indicate in the columns below the amounts of the securities offered for hange and already exchanged.			
		Type of Security	Aggregate Offering Price		Amount Alread Sold
		Debt	\$		
		Equity	\$	¢	
		☐ Common ☐ Preferred	4	Ψ	
		Convertible Securities (including warrants)	\$	\$	
		Partnership Interests	\$ <u>226,548,722</u>		 226,548,722
		Other (Specify)	\$	\$	
		Total	\$226,548,722	\$	 226,548,722
		Answer also in Appendix, Column 3, if filing under ULOE.			
2.	this 504	er the number of accredited and non-accredited investors who have purchased securities in offering and the aggregate dollar amounts of their purchases. For offerings under Rule, indicate the number of persons who have purchased securities and the aggregate dollar bunt of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number of		Aggregate Dollar Amount of Purchases
		Accredited Investors	<u>162</u>	\$	<u>226,548,722</u>
		Non-accredited Investors	<u>o</u>	\$	<u>o</u>
		Total (for filing under Rule 504 only)		_ \$	
		Answer also in Appendix, Column 4, if filing under ULOE.			
3.	sec mo	is filing is for an offering under Rule 504 or 505, enter the information requested for all urities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) of the first sale of securities in this offering. Classify securities by type listed in the twelve of the first sale of securities in this offering.			
		Type of offering	Type of Security		Dollar Amount Sold
		Rule 505.	Occurity	\$	
		Regulation A.			
		Rule 504.			
		Total		\$	
4.	sec issu	Furnish a statement of all expenses in connection with the issuance and distribution of the urities in this offering. Exclude amounts relating solely to organization expenses of the uer. The information may be given as subject to future contingencies. If the amount of an enditure is not known, furnish an estimate and check the box to the left of the estimate.			
		Transfer Agent's Fees.		□ \$	<u>o</u>
		Printing and Engraving Costs.	· ·····	□ \$	<u>0</u>
		Legal Fees.		⊠ \$	<u>12,000</u>
		Accounting Fees.		□ \$	<u>o</u>
		Engineering Fees.	,	□ \$	<u>o</u>
		Sales Commissions (specify finders' fees separately)		□ \$	<u>o</u>
		Other Expenses (identify)			
		Total			
	b.	Enter the difference between the aggregate offering price given in response to Part C-Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		<u> </u>	
		· - ·		\$	226,536,722

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•	C. OFFERING PRIC	E, NUMBER OF INVESTORS, EXPENSES AND US	SE (OF PROCEEDS	
5.	used for each of the purposes shown. I estimate and check the box to the left of equal the adjusted gross proceeds to the	f the amount for any purpose is not known, furnish a f the estimate. The total of the payments listed must	n		
	above.			Payments to Officers, Directors, & Affiliates	
	Salaries and fees			\$ <u>0</u>	□ \$ <u>0</u>
	Purchase of real estate			\$ <u>0</u>	□ \$ <u>0</u>
	Purchase, rental or leasing and ins	tallation of machinery and equipment		\$ <u>0</u>	□ \$ <u>0</u>
	Acquisition of other business (inclu-	ding the value of securities involved in this offering		\$ <u>0</u>	□ \$ <u>0</u>
	Indicate below the amount of the adjusted gross proceeds to the issuer used or propose used for each of the purposes shown. If the amount for any purpose is not known, turn estimate and check the box to the left of the estimate. The total of the payments listed equal the adjusted gross proceeds to the issuer set forth in response to Part C- Quest above. Salaries and fees			\$ <u>0</u>	□ \$ <u>Q</u>
	Repayment of indebtedness			\$ <u>0</u>	□ \$ <u>o</u>
	Working capital			\$ <u>0</u>	□ \$ <u>o</u>
	Other (specify): Investments in sec	urities		\$ <u>0</u>	⊠ \$ <u>226,536,722</u>
	Column Totals			\$ <u>0</u>	⊠ \$ <u>226,536,722</u>
	Total Payments Listed (column total	als added)		⊠ \$ <u>226</u>	<u>,536,722</u>
		D. FEDERAL SIGNATURE			
foll	owing signature constitutes an undertakir	ng by the issuer to furnish to the U.S. Securities and	Exc	hange Commiss	sion, upon written
	•	'U. 1 /)[/	е	8/19/2	2018
	_ , ,	Title of Signer (Print or Type) Manager of Monsoon Capital, LLC, General Pa	rtne	er	
	Intentional misstatements or omissio	ATTENTION ons of fact constitute federal criminal violations.	(See	9 18 U.S.C. 100	1.)

		E. STATE SIGNATURE									
1.	Is any party described in 17 CFR 20	0.262 presently subject to any disqualification provisions of such rule?	Yes	No ⊠							
		See Appendix, Column 5, for state response.									
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law										
3.	The undersigned issuer hereby und by the issuer to offerees.	ertakes to furnish to the state administrators, upon written request, informa	ation fu	rnished							
4.	Uniform Limited Offering Exemption	that the issuer is familiar with the conditions that must be satisfied to be er (ULOE) of the state in which this notice is filed and understands that the is the burden of establishing that these conditions have been satisfied.									
	uer has read this notification and kno gned duly authorized person.	ws the contents to be true and has duly caused this notice to be signed on	its bel	nalf by the							
Issuer (Print or Type)	Signature Date		-							
Monso	on India Inflection Fund 2, L.P.	Sech (X 9/19/2	008	'							
Name (Print or Type)	Title (Print or Type)									

Manager of Monsoon Capital, LLC, General Partner

Instruction:

Gautam Prakash

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

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APPENDIX

1		2	3		4	1			ification		
	to r accre investors	to sell non- edited s in State	Type of Security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)						
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No		
AL				MVCStors	\$	investors	\$				
AK					\$		\$				
AZ					\$		 \$				
AR					\$		\$				
CA		⊠	limited partnership interests - \$25,650,000	27	\$ <u>25,650,000</u>	0	\$ <u>0</u>		⊠		
СО			· · · · · · · · · · · · · · · · · · ·	· · 	\$		\$				
СТ		Ø	limited partnership interests - \$7,975,000	12	\$ <u>7,975,000</u>	0	\$ <u>0</u>		⊠		
DE		Ø	limited partnership - \$23,800,000	12	\$ <u>23,800,000</u>	0	\$ <u>0</u>		⊠		
DC		⊠	limited partnership interests - \$2,500,000	3	\$ <u>2,500,000</u>	0	\$ <u>0</u>		×		
FL		×	limited partnership interests - \$14,400,000	9	\$ <u>14,400,000</u>	0	\$ <u>0</u>		Ø		
GA					\$		\$				
HI					\$		\$				
ID					\$		\$				
IL		⊠	limited partnership interests - \$1,500,000	2	\$ <u>1,500,000</u>	0	\$ <u>0</u>		⊠		
IN					\$		\$				
IA					\$		\$				
KS		⊠	limited partnership interests - \$3,000,000	1	\$ <u>3,000,000</u>	0	\$ <u>O</u>		⊠		
KY		×	limited partnership interests - \$500,000	1	\$ <u>500,000</u>	0	\$ <u>0</u>		\boxtimes		
LA					\$		\$				
ME				-	\$		\$				
MD		\boxtimes	limited partnership interests - \$4,000,000	6	\$ <u>4,000,000</u>	0	\$ <u>0</u>				
MA		⊠	limited partnership interests - \$22,300,000	26	\$ <u>22,300,000</u>	0	\$ <u>0</u>		Ø		
МІ					\$		\$				
MN					\$		\$				
MS					\$		\$				
МО					\$		\$				

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APPENDIX

1		2	3		4	4		!	5
	Intend to r accre	to sell ton- edited s in State	Type of Security and aggregate offering price offered in state (Part C-Item 1)		under Sta (if yes,	attach ation of granted)			
	(/ 5.1.2.2	,		Number of Accredited	(, a	-Item 2) Number of Non-		(, air =	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
State	Yes	No		Investors	Amount	Accredited Investors	Amount	Yes	No
MT					\$		\$		
NE					\$		\$		
NV		×	limited partnership interests - \$5,500,000	3	\$ <u>5,500,000</u>	0	\$ <u>0</u>		×
NH				_	\$		\$		
NJ		☒	limited partnership interests - \$2,125,000	3	\$ <u>2,125,000</u>	Ö	\$ <u>0</u>		X
NM					\$		\$		
NY		⊠	limited partnership interests - \$36,370,045	31	\$ <u>36,370,045</u>	0	\$ <u>0</u>		⊠
NC		⊠	limited partnership interests - \$2,050,000	2	\$ <u>2,050,000</u>	0	\$ <u>0</u>		×
ND					\$		\$		
ОН		×	limited partnership interests - \$21,500,000	3	\$ <u>21,500,000</u>	0	\$ <u>0</u>		×
ок		×	limited partnership interests - \$2,500,000	2	\$ <u>2,500,000</u>	0	\$ <u>0</u>		\boxtimes
OR		×	limited partnership interests - \$250,000	1	\$250,000	0	\$ <u>0</u>		Ø
PA		⊠	limited partnership interests - \$6,000,000	4	\$ <u>6,000,000</u>	0	\$ <u>0</u>		×
RI					\$		\$		
sc					\$		\$		
SD				<u> </u>	\$		\$		
TN					\$		\$		
тх		⊠	limited partnership interests - \$27,500,000	6	\$ <u>27,500,000</u>	0	\$ <u>0</u>		×
UT					\$		\$		
VT					\$,	\$		
VA		⊠	limited partnership interests - \$8,600,000	6	\$ <u>8,600,000</u>	0	\$ <u>0</u>		Ø
WA					\$		\$		
wv					· \$		\$		
WI					\$		\$		
WY					\$		<u> </u>		
PR				<u> </u>	\$		\$		
Other		⊠	limited partnership interests - \$6,000,000	4	\$ <u>6,000,000</u>	0	\$ <u>0</u>		Ø

END

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